

# ***ALWA Board of Directors***

## ***Meeting Minutes***

2 November 2011

### **1. Call to order**

**David Hoffmann** called to order a special meeting of the Board of Directors of the **Ames Lake Water Association** at **7:03PM** on **2 November 2011** in the **Association's business office**. The purpose of the special meeting was to complete tasks remaining from the last regular session.

### **2. Roll call**

The following board members were present: David Hoffman, Michael Bicak, Mark Freeman, Jack Praino, Merlyn Blue and Matthew Rodger. Also present were: Richard Jonson, Counsel; Melissa Torres, interim ALWA general manager; and Greg Bartlett, Principal of Pear Luna.

### **3. Changes or Additions to Agenda**

None

### **4. Form 990**

David led the review of a draft IRS form 990. Matthew will write up the changes and submit them to CPA Pat O'Rourke to complete the form.

### **5. Annual USDA Report**

The ALWA Annual Report to USDA will be prepared by Melissa. David will review the report and Melissa will submit it to USDA.

### **6. New Organization Chart and Job descriptions**

A proposed organization chart for ALWA and associated job descriptions were discussed. Several changes were made to the job descriptions. Four job descriptions were presented:

*System Manager*  
*Business Manager*  
*Water Operator*  
*Office Manager*

Jack moved and Merlyn seconded a motion to approve the organization chart and job descriptions taking into account all changes. All approved.

### **7. Executive Session**

Michael moved and Merlyn seconded a motion to enter executive session to discuss salaries and personnel issues. All approved. Executive session entered at **8:18PM**.

Executive session exited at **9:45PM** and the regular session of the meeting was reconvened..

**8. ACH and Lockbox**

Melissa was tasked with obtaining contracts for Lockbox and ACH services, to be presented at the next regular board meeting for consideration and approval.

**9. Offer Letters**

Jack moved to re-engage Jeremy Reier and Liz Phillips per proposed offer letters. Merlyn seconded. All approved.

**10. Termination Letter**

Jack moved to terminate Susan Steven's employment in accordance with the proposed termination letter. Michael seconded. All approved.

**11. President's Report**

Mr. Hoffman stated that Gray and Osborne is redrafting the Vista Well contract specifications. The project administration cost estimate from Gray and Osborne was discussed.

**12. Executive Session**

Jack moved and Matthew seconded a motion to enter executive session to discuss business matters. All approved. Melissa Torres and Greg Bartlet left the meeting. Executive session entered at **9:54PM**.

Executive session exited at **10:32** and the regular session of the meeting was reconvened.

**14. Adjournment**

**David Hoffmann** adjourned the meeting at **10:34PM**.

Minutes taken by: Mark Freeman and Richard Jonson